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April 12, 2001

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, DC 20423

RECORDATION NO. 9789-F FILED

APR 12 '01 13-30 PM

SURFACE TRANSPORTATION BOARD

Dear Secretary Williams:

I have enclosed three originals of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Notice of Equipment Lease Termination, a secondary document, dated as of March 15, 2001. The primary document to which this is connected is recorded under Recordation No. 9789. We request that one copy of this document be recorded under Recordation No. 9789-F.

The name and address of the party to the Notice of Equipment Lease Termination is:

Lessor:

State Street Bank and Trust Company
225 Franklin Street
Boston, MA 02110

A description of the equipment covered by the Notice of Equipment Lease Termination consists of 500 100-ton open-top hopper cars numbered ROCK 700300-700799, inclusive.

BALL JANIK LLP

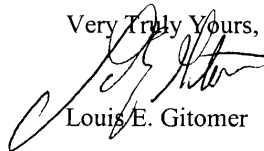
Honorable Vernon A. Williams
April 12, 2001
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A fee of \$ 28.00 is enclosed. Please return two originals to:

Louis E. Gitomer
Of Counsel
Ball Janik LLP
Suite 225
1455 F Street, N.W.
Washington, DC 20005

A short summary of the document to appear in the index follows: a Notice of Equipment Lease Termination by State Street Bank and Trust Company, 225 Franklin Street, Boston, MA 02110, covering 500 100-ton open-top hopper cars numbered ROCK 700300-700799, inclusive.

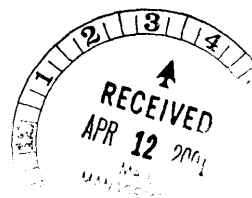
Very Truly Yours,

A handwritten signature in black ink, appearing to read "L. Gitomer", is written over the typed name.

Louis E. Gitomer

Enclosures

NOTICE OF EQUIPMENT LEASE TERMINATION



This Notice of Equipment Lease Termination dated as of March 15, 2001 (the "Termination") terminates the Equipment Lease, dated as of June 1, 1978 (the "Lease") between State Street Bank and Trust Company ("State Street"), successor-in-interest to the New Connecticut Bank and Trust Company, National Association, successor-in-interest to The Connecticut Bank and Trust Company, National Association, as Trustee and Lessor, and William M. Gibbons, Trustee of the Property of Chicago, Rock Island and Pacific Railroad Company (the "Rock Island"), as Lessee.

WHEREAS, State Street and Rock Island executed an Equipment Lease, dated as of June 1, 1978, which was duly filed for recordation with the Interstate Commerce Commission pursuant to 49 U.S.C. § 11303 on October 24, 1978 under Recordation Number 9789 relating to 500 100-ton Open-Top Hopper Cars numbered ROCK 700300-700799, inclusive (the "Equipment").

WHEREAS, Pursuant to a Termination Agreement dated May 29, 1980 between Rock Island and State Street, the Lease was terminated.


WHEREAS, The Termination Agreement was approved in Order No. 753 dated June 2, 1980 by the United States District Court for the northern District of Illinois.

NOW, THEREFORE, State Street desires to provide public notice of the Termination Agreement:

1. The Termination Agreement terminated and canceled the Lease.
2. State Street will record this Termination with the Surface Transportation Board so as to provide public notice of the Termination Agreement.

IN WITNESS WHEREOF, State Street has caused this Termination to be duly executed and delivered by its authorized officer as of the day and year first above written.

STATE STREET BANK AND TRUST COMPANY

By: 
Name: Ruth A. Smith
Title: Vice President

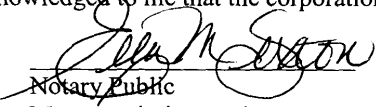
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SURFACE TRANSPORTATION BOARD

State of MASSACHUSETTS)
) ss.
County of SUFFOLK)

On this 28th day of March, 2001, before me, ELLA M. SEXTON, the undersigned Notary Public, personally appeared Ruth A. Smith personally known to me to be the person who executed the within instrument as Vice President on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.


Notary Public

My commission expires:

ELLA M. SEXTON
Notary Public
My Commission Expires November 24, 2003